

RECORDATION NO. 23708-A FILED

SEP 23 '03

4-14 PM

VIA UPS 2<sup>nd</sup> DAY AIR

## FIRST UNION RAIL

### SURFACE TRANSPORTATION BOARD

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588

Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment



September 19, 2003

**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals and one (1) copy of a Memorandum of Lease Agreement, dated July 9, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation Number 23708.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Chemical Lime Company  
3700 Hulen Street  
Fort Worth, TX 76107

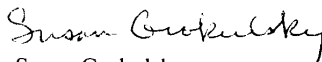
A description of the railroad equipment covered by the enclosed document is fifty-five (55) 4750 cubic foot capacity covered hopper cars, with FURX and NDYX marks (See Exhibit A for numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5355. Thank you for your cooperation in this matter.

Very truly yours,

  
Susan Grokulska  
Manager of Documentation

Enclosures

(CHLI003)

RECORDATION NO. 23708-17 FILED

SEP 23 '03

4-14 PM

ASSGN. NO.: CHLI003

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

9th THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the day of July, 2003 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Chemical Lime Company, Inc., a Nevada corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of July 20, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 3 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of June 10 2003, and subject to the terms, conditions and provisions of the above mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: J. A. Demarowski  
Name: K. A. Demarowski  
Title: DIRECTOR OF DOCUMENTATION

By: Richard F. Seymour  
Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

Executed on this 9th day of July, 2003

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 9th day of July, 2003.

Susan Grokulska  
Notary Public

My Commission Expires:

8-14-2004  
(Notary Public)



LESSEE:

CHEMICAL LIME COMPANY, INC.

ATTEST:

By: Pamela Page  
Name: Pamela Page  
Title: Asst Traffic Mgr.

By: [Signature]  
Name: Mark P. Juszi  
Title: VP

Executed on this 1<sup>st</sup> day of July, 2003.

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF TARRANT

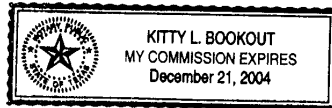
I, Kitty L. Bookout, a Notary Public of the County and State aforesaid, certify that Mark P. Juszi personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 1 day of July, 2003.

Kitty L. Bookout  
Notary Public

My Commission Expires:

12/21/2004  
(Notary Public)



**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: Fifty-five (55)

DESCRIPTION OF CARS: 4750 cu. ft., Covered Hopper Cars with trough hatch covers and outlet gates, 286,000 lbs. gross weight on rail

CAR NUMBERS:

FURX	839331	FURX	839351
FURX	839332	NDYX	475018
FURX	839335	NDYX	475031
FURX	839339	NDYX	475137
FURX	839345	NDYX	475145
FURX	839355	NDYX	475201
FURX	839374	NDYX	475223
NDYX	475068	NDYX	475317
NDYX	475085	NDYX	475320
NDYX	475101	NDYX	475385
NDYX	475102	NDYX	475392
NDYX	475112	NDYX	475393
NDYX	475118	NDYX	475397
NDYX	475164	NDYX	475410
NDYX	475183	NDYX	475414
NDYX	475209	NDYX	475420
NDYX	475437	NDYX	475430
NDYX	475440	NDYX	475436
NDYX	475443	NDYX	475438
NDYX	475449	NDYX	475450
NDYX	475456	NDYX	475453
NDYX	475468	NDYX	475473
NDYX	475477	NDYX	475475
NDYX	475492	NDYX	475479
NDYX	475499	NDYX	475488
FURX	839336	NDYX	475489
FURX	839347	NDYX	475496
FURX	839349	Count:	55